



  
J. Craig Whitley  
United States Bankruptcy Judge

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE WESTERN DISTRICT OF NORTH CAROLINA  
Charlotte Division**

In re:

OLDCO, LLC, SUCCESSOR BY MERGER  
TO COLTEC INDUSTRIES INC,

Debtor.

Case No. 17-BK-30140

Chapter 11

**EX PARTE ORDER AUTHORIZING RETENTION AND EMPLOYMENT OF  
PARKER POE ADAMS & BERNSTEIN LLP AS BANKRUPTCY COUNSEL FOR  
DEBTOR AND DEBTOR-IN-POSSESSION AS OF THE PETITION DATE**

Upon the application of Coltec<sup>1</sup> (the "Application"), debtor and debtor-in-possession, for the issuance and entry of an order pursuant to sections 105(a), 327(a) and 328 of the Bankruptcy Code, Bankruptcy Rules 2014 and 2016, and Local Rules 2014-1 and 9013-1(f) authorizing and approving the retention and employment of Parker Poe Adams & Bernstein LLP ("Parker Poe") as attorneys for Coltec effective as of the Coltec Petition Date; and upon the Verified Statement of Daniel G. Clodfelter, counsel with Parker Poe (the "Declaration"); and the Court being satisfied that, except as may otherwise be set forth in the Declaration, (i) Parker Poe does not hold or represent any interest adverse to Coltec or its estate; (ii) Parker Poe is a "disinterested person" as that term is defined in Section 101(14) of the Bankruptcy Code; and (iii) the retention and employment of Parker Poe is necessary and would be in the best interests of Coltec, its estate, and its creditors; and it appearing that proper and adequate notice of the Application has

<sup>1</sup> Capitalized terms used but not defined herein shall have the meanings ascribed in the Application.  
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been given and that no other or further notice is necessary; and after due deliberation and sufficient cause appearing therefor it is hereby

ORDERED, that the Application is hereby granted and approved; and it is further

ORDERED, that in accord with sections 105(a), 327(a) and 328 of the Bankruptcy Code and Bankruptcy Rule 2014, Coltec is authorized and empowered to retain and employ Parker Poe as attorneys to represent it in this chapter 11 case, effective as of January 30, 2017; and it is further

ORDERED, that Parker Poe shall be compensated in such amounts as may be allowed by this Court upon the filing of appropriate applications for allowance of interim or final compensation in accord with the procedures set forth in sections 330 and 331 of the Bankruptcy Code, the Bankruptcy Rules, and any order entered by this Court establishing procedures for interim compensation and reimbursement of expenses of professionals; and it is further

ORDERED, that pursuant to Local Rule 9013-1(f), any party shall be entitled to request a hearing or request that the Court reconsider entry of this Order by filing a motion for reconsideration within fourteen (14) days of service of this Order.

This Order has been signed electronically. The Judge's signature and Court's seal appear at the top of the Order.

United States Bankruptcy Court